



County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney
Suite 549, 12000 Government Center Parkway
Fairfax, Virginia 22035-0064
Phone: (703) 324-2421; Fax: (703) 324-2665
www.fairfaxcounty.gov

DATE: February 18, 2014

TO: Mary Ann Tsai, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Jo Ellen Groves, Paralegal *JEG*
Office of the County Attorney

SUBJECT: **Revised Affidavit**
Application No.: SEA 80-L/V-061-2
Applicant: Furnace Associates, Inc.
PC Hearing Date: 2/27/14
BOS Hearing Date: Not yet scheduled

REF.: 121265

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 2/12/14, which bears my initials and is numbered 121265b, when you prepare the staff report.

Thank you for your cooperation.

Attachment

cc: (w/attach) Jonathan Buono, Planning Technician I (Sent via e-mail)
Zoning Evaluation Division
Department of Planning and Zoning

SPECIAL EXCEPTION AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

I, Charles B. Fromm, do hereby state that I am an
(enter name of applicant or authorized agent)

1212656

(check one) ☐ applicant
 ☒ applicant's authorized agent listed in Par. 1(a) below

in Application No.(s): SEA 80-L/V-061-2
(enter County-assigned application number(s), e.g. SE 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

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1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE:** All relationships to the application listed above in **BOLD** print are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Furnace Associates, Inc.(1) Agents: Charles B. Fromm Conrad R. Mehan Gary R. Hewes Edward Paul Farrell, Jr. Clayton L. Walton Eric K. Wallace Marc L. Bourhis Larry W. Bayne David R. Howard, Jr.	11220 Assett Loop, Suite 201 Manassas, VA 20109	Applicant/Title Owner of Parcels 113-1-((1))-5, 7, 8 and 113-3-((1))-1, 2, 4
Hunton & Williams LLP(10)	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Francis A. McDermott John C. McGranahan, Jr. Nicholas H. Grainger	1751 Pinnacle Drive, Suite 1700 McLean, VA 22012	Attorneys/Agents for Applicant

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued on a "Special Exception Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Special Exception Attachment to Par. 1(a)

DATE: February 12, 2014
(enter date affidavit is notarized)

121265b

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel (s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Elaine O'Flaherty Cox Susan K. Yantis	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Planners/Agents for Applicant
Jeannie A. Mathews	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Paralegal/Agent for Applicant
The BC Consultants, Inc.(11) Agents: James H. Scanlon Matthew S. Lawrence Dennis D. Dixon	12600 Fair Lakes Circle, Suite 100 Fairfax, VA 22033	Engineers/Agents for Applicant
Geosyntec Consultants, Inc.(12) Agents: Scott K. Sheridan Kyle E. LaClair Thomas B. Ramsey Jeremy W. F. Morris	9211 Arboretum Parkway, Suite 200 Richmond, VA 23832	Environmental Engineers/Agents for Applicant
Lecos & Associates, LLC(13) Agent: William D. Lecos	6324 Beachway Drive Falls Church, VA 22044	Consultant/Agent for Applicant
M. J. Wells & Associates, Inc.(14) Agents: William F. Johnson Robin L. Antonucci Kevin R. Fellin Brian J. Horan	1420 Spring Hill Road, Suite 600 McLean, VA 22102	Traffic Consultants/Agents for Applicant
Wetland Studies and Solutions, Inc.(15) Agents: Michael S. Rolband Kimberly A. Snyder Mark W. Headley Benjamin N. Rosner	5300 Wellington Branch Drive, Suite 100 Gainesville, VA 20155	Cultural and Natural Resource Consultants/Agents for Applicant

(check if applicable) ☐ There are more relationships to be listed and Par. 1(a) is continued further on a "Special Exception Attachment to Par. 1(a)" form.

• Added since the printing of the 2/13/14 Staff Report.

SPECIAL EXCEPTION AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number(s))

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1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders:

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name and number, street, city, state, and zip

code) (1)Furnace Associates, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial and last name)

EnviroSolutions Real Property Holdings,
Inc.(2)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Special Exception Affidavit Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Special Exception Attachment to Par. 1(b)

DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))

=====

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

~ (2)EnviroSolutions Real Property Holdings, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

~ EnviroSolutions Holdings, Inc.(3)

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

~ (3)EnviroSolutions Holdings, Inc.
11220 Assett Loop, Suite 201
Manassas, VA 20109

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

~ ASOF II Investments, LLC(4)
~ NZC Guggenheim Master Fund Limited(6)
~ PennantPark Investment Corporation(9)

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(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

DATE: February 12, 2014
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for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(4)ASOF II Investments, LLC
299 Park Avenue, 34th Floor
New York, NY 10171

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

- 、 American Securities Opportunities Fund II (Does not own 10% of Furnace Associates,
(B), L.P. Inc.)
- 、 American Securities Opportunities Fund II,
L.P.(5)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

- 、 (6)NZC Guggenheim Master Fund Limited (a Cayman Islands exempted company)
c/o Guggenheim Investment Management, LLC
135 East 57th Street
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

- 、 NZC Guggenheim Fund LLC(7)
- 、 NZC Guggenheim Fund Ltd.(8)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(7)NZC Guggenheim Fund LLC
c/o Guggenheim Investment Management, LLC
135 East 57th Street
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(8)NZC Guggenheim Fund Ltd.
c/o Guggenheim Investment Management, LLC
135 East 57th Street
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SEA 80-L/V-061-2
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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(9) PennantPark Investment Corporation
590 Madison Avenue, 15th Floor
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Publicly Traded

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(11) The BC Consultants, Inc.
12600 Fair Lakes Circle, Suite 100
Fairfax, VA 22033

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

James H. Scanlon (sole shareholder)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

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for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(12) Geosyntec Consultants, Inc.
9211 Arboretum Parkway, Suite 200
Richmond, VA 23832

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(13) Lecos & Associates, LLC
6324 Beachway Drive
Falls Church, VA 22044

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

William D. Lecos

=====

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

Special Exception Attachment to Par. 1(b)

DATE: February 12, 2014
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1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(14) M. J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

M. J. Wells & Associates, Inc. Employee (All employees are eligible Plan
Stock Ownership Trust (ESOT) participants; however, none owns 10% or
more of any class of stock.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

(15) Wetland Studies and Solutions, Inc.
5300 Wellington Branch Drive, Suite 100
Gainesville, VA 20155

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Michael S. Rolband

(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Special Exception Attachment to Par. 1(b)" form.

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for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number(s))

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1(c). The following constitutes a listing*** of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, and number, street, city, state, and zip code)

✓ (5)American Securities Opportunities Fund II, L.P.
299 Park Avenue, 34th Floor
New York, NY 10171

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. **General Partner, Limited Partner, or General and Limited Partner**)

✓ GENERAL PARTNER:

✓ ASOF Associates II, LLC (Does not own 10% of Furnace Associates, Inc.)

LIMITED PARTNERS:

✓ There are 83 limited partners/private equity investors, none of whom owns 10% or more of Furnace Associates, Inc.

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued on a "Special Exception Affidavit Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Special Exception Attachment to Par. 1(c)DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(10)Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)Robert A. Acosta-Lewis
Lawrence C. Adams
Michael F. Albers
Kenneth J. Alcott
Fernando C. Alonso
Walter J. Andrews
Charles E. G. Ashton
Chinawat Assavapokee (nmi)
L. Scott Austin
Ian Phillip Band
Sean M. Beard
John J. Beardsworth, Jr.
Ryan A. Becker
Steven H. Becker
Stephen John Bennett
Melinda R. Beres
Lucas Bergkamp (nmi)
Lon A. Berk
Mark B. Bierbower
Stephen R. Blacklocks
Jeffrey M. Blair
Matthew P. Boshier
James W. Bowen
Lawrence J. Bracken, II
James P. Bradley
Sheldon T. Bradshaw
David F. Brandley, Jr.
Craig A. Bromby
Benjamin P. Browder
A. Todd Brown, Sr.
Tyler P. Brown
F. William Brownell
Kevin J. Buckley
Kristy A. Niehaus Bulleit
Joseph B. Buonanno
Nadia S. Burgard
Eric R. Burner
M. Brett Burns
P. Scott Burton
Ellis M. Butler
Ferdinand A. CaliceMatthew J. Calvert
Daniel M. Campbell
Thomas H. Cantrill
Curtis G. Carlson
Jean Gordon Carter
Charles D. Case
James N. Christman
Whittington W. Clement
Herve' Cogels (nmi)
Cassandra C. Collins
Stacy M. Colvin
S. Gregory Cope
Ashley Cummings (nmi)
Alexandra B. Cunningham
Samuel A. Danon
Barry R. Davidson
John A. Decker
John J. Delionado
Stephen P. Demm
Dee Ann Dorsey
Edward L. Douma
Colleen P. Doyle
Alison M. Dreizen
Sean P. Ducharme
Deidre G. Duncan
Roger Dyer (nmi)
Frederick R. Eames
Heather Archer Eastep
Maya M. Eckstein
W. Jeffery Edwards
John C. Eichman
Emmett N. Ellis
Edward W. Elmore, Jr.
Frank E. Emory, Jr.
Juan C. Enjamio
John D. Epps
Phillip J. Eskenazi
Joseph P. Esposito
Kelly L. Faglioni
Susan S. Failla
Eric H. FeilerKevin C. Felz
Edward F. Fernandes
Jamillia Padua Ferris
Norman W. Fichthorn
Andrea Bear Field
Kevin J. Finto
Melanie Fitzgerald (nmi)
Michael F. Fitzpatrick, Jr.
Robert N. Flowers
William M. Flynn
Laura M. Franze
David S. Freed
Lauren E. Freeman
Steven C. Friend
Edward J. Fuhr
Charles A. Gall
Daniel C. Garner
Douglas M. Garrou
Richard D. Gary
Kevin M. Georgerian
John T. Gerhart, Jr.
Jeffrey W. Giese
Neil K. Gilman
C. Christopher Giragosian
Douglas S. Granger
Laurie A. Grasso
J. William Gray, Jr.
Charles E. Greef
Christopher C. Green
Robert J. Grey, Jr.
Greta T. Griffith
Brett L. Gross
Bradley W. Grout
Steven M. Haas
Brian L. Hager
Robert J. Hahn
Jarrett L. Hale
Leslie S. Hansen
Eric J. Hanson
Ronald M. Hanson
Jason W. Harbour(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(10)Hunton & Williams LLP (continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)

Jeffrey L. Harvey	Christopher G. Kulp	Jack A. Molenkamp
John D. Hawkins	David Craig Landin	T. Justin Moore, III
Rudene Mercer Haynes	Gregory F. Lang	Thurston R. Moore
Mark S. Hedberg	Andrew W. Lawrence	Robert J. Morrow
Gregory G. Hesse	Daniel M. LeBey	Ann Marie Mortimer
David A. Higbee	Bradley T. Lennie	Michael J. Mueller
Thomas Y. Hiner	L. Steven Leshin	Eric J. Murdock
D. Bruce Hoffman	Catherine D. Little	Ted J. Murphy
Robert E. Hogfoss	Steven R. Loeshelle	Thomas P. Murphy
John R. Holzgraefe	David C. Lonergan	David A. Mustone
Cecelia Philipps Horner	Nash E. Long, III	James P. Naughton
George C. Howell, III	Kirk A. Lovric	Wim Nauwelaerts (nmi)
Paul C. Huck, Jr.	David S. Lowman, Jr.	Eric J. Nedell
Kevin F. Hull	Kimberly C. MacLeod	Michael Nedzbala (nmi)
Donald P. Irwin	Michael J. Madden, Jr.	William L. Newton
Jamie Zysk Isani	Tyler Maddry (nmi)	Henry V. Nickel
Judith H. Itkin	Manuel E. Maisog	Lonnie D. Nunley, III
Makram B. Jaber	Douglas M. Mancino	Michael A. Oakes
Timothy L. Jacobs	Alan J. Marcuis	Peter K. O'Brien
Lori Elliott Jarvis	Rori H. Malech	John T. O'Connor
Matthew D. Jenkins	Brian R. Marek	Leslie A. Okinaka
Harry M. Johnson, III	Fernando Margarit (nmi)	John D. O'Neill, Jr.
James A. Jones, III	Laura C. Marshall	Michael A. O'Shea
Kevin W. Jones	Thelma Marshall (nmi)	Brian V. Otero
Laura Ellen Jones	Jeffrey N. Martin	Raj Pande (nmi)
Dan J. Jordanger	John S. Martin	Randall S. Parks
Roland Juarez (nmi)	J. Michael Martinez de Andino	Peter S. Partee, Sr.
Thomas R. Julin	Walfrido J. Martinez	J. Steven Patterson
W. Alan Kailer	Laurie Uustal Mathews	William S. Patterson
Andrew Kamensky (nmi)	John Gary Maynard, III	Eric R. Pogue
Michael G. Keeley	William H. McBride	Robert Dean Pope
G. Roth Kehoe, II	Michael C. McCann	Laurence H. Posorske
David A. Kelly	T. Allen McConnell	Kurtis A. Powell
Douglas W. Kenyon	Francis A. McDermott	Lewis F. Powell, III
Michael C. Kerrigan	Alexander G. McGeoch	J. Waverly Pulley, III
Ryan T. Ketchum	John C. McGranahan, Jr.	Robert T. Quackenboss
Scott H. Kimpel	Gustavo J. Membiela	Dionne C. Rainey
Robert A. King	Mark W. Menezes	Katherine E. Ramsey
Edward B. Koehler	Gary C. Messplay	John Jay Range
John T. Konther	Peter J. Mignone	Robert S. Rausch
Torsten M. Kracht	Patrick E. Mitchell	Belynda B. Reck

(check if applicable) ☒ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

Special Exception Attachment to Par. 1(c)DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(10)Hunton & Williams LLP (continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(check if applicable) ☒ The above-listed partnership has no limited partners.**NAMES AND TITLES OF THE PARTNERS:** (enter first name, middle initial, last name, and title, e.g.,
General Partner, Limited Partner, or General and Limited Partner)Baker R. Rector
Shawn Patrick Regan
Sona Rewari (nmi)
Thomas A. Rice
Michael P. Richman
Jennings G. ("J. G.") Ritter, II
Kathy E. B. Robb
Daryl B. Robertson
Gregory B. Robertson
Patrick L. Robson
Robert M. Rolfe
Ronald D. Rosener
Trevor K. Ross
Brent A. Rosser
William L. S. Rowe
Ronald L. Rubin
Marguerite R. ("Rita") Ruby
D. Alan Rudlin
Mary Nash K. Rusher
D. Kyle Sampson
Karen M. Sanzaro
Stephen M. Sayers
Arthur E. Schmalz
Gregory J. Schmitt
John R. Schneider
Howard E. Schreiber
Jeffrey P. Schroeder
Robert M. Schulman
Carl F. Schwartz
P. Watson Seaman
James S. Seevers, Jr.
Douglass P. Selby
Joel R. Sharp
Michael R. Shebelskie
Rita A. Sheffey
Ryan A. Shores
George P. Sibley, III
Donald F. Simone
Aaron P. Simpson
Jo Anne E. Sirgado
Laurence E. SkinnerThomas G. Slater, Jr.
Caryl Greenberg Smith
John R. ("J. R.") Smith
Yisun Song (nmi)
Lisa J. Sotto
Joseph C. Stanko, Jr.
Todd M. Stenerson
John J. Stenger
Gregory N. Stillman
Fradyn Suarez (nmi)
Yeongyo Anna Suh
C. Randolph Sullivan
Jeffrey M. Sullivan
Andrew J. Tapscott
Robert M. Tata
Rodger L. Tate
W. Lake Taylor, Jr.
Wendell L. Taylor
John Charles Thomas
Gary E. Thompson
Paul M. Tiao
B. Cary Tolley, III
Bridget C. Treacy
Andrew J. Turner
Julie I. Ungerman
Daniel E. Uyesato
Surasak Vajasit (nmi)
Mark C. Van Deusen
Emily Burkhardt Vicente
Daniel G. Vivarelli, Jr.
Mark R. Vowell
Amanda L. Wait
Linda L. Walsh
William A. Walsh, Jr.
William L. Wehrum
Peter G. Weinstock
Malcolm C. Weiss
Kevin J. White
Amy McDaniel Williams
Mitchell G. Williams
Holly H. WilliamsonMichael G. Wilson
Allison D. Wood
David C. Wright
Richard L. Wyatt, Jr.
David R. Yates
Lee B. Zeugin
Manida Zimmerman (nmi)**FORMER PARTNERS:**Thomas J. Cawley
Cameron N. Cosby
Cyane B. Crump
● Ray V. Hartwell, III
Andrew E. Jillson
Stephen S. Maris
Fraser A. McAlpine
● Frank J. Murphy, Jr.
● Pam Gates O'Quinn
● Curtis D. Porterfield
● Stuart A. Raphael
Brooks M. Smith
Lynnette R. Warman
Evan D. Wolff(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued further on a
"Special Exception Attachment to Par. 1(c)" form.

SPECIAL EXCEPTION AFFIDAVIT

DATE: February 12, 2014
(enter date affidavit is notarized)

1212656

for Application No. (s): SEA 80-L/V-061-2
(enter County-assigned application number(s))

=====

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (**NOTE:** If answer is none, enter "NONE" on the line below.)

NONE

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Special Exception Attachment to Par. 2" form.

Application No.(s): SEA 80-L/V-061-2

(county-assigned application number(s), to be entered by County Staff)

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SPECIAL EXCEPTION AFFIDAVIT

DATE: February 12, 2014
~~January~~

1212656

(enter date affidavit is notarized)

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

- Conrad R. Mehan, Agent for Applicant, contributed in excess of \$100 each to Supervisors Herrity and McKay.
- Francis A. McDermott of Hunton & Williams LLP, Attorneys for Applicant, contributed in excess of \$100 to Supervisor Herrity.

NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) [] There are more disclosures to be listed and Par. 3 is continued on a "Special Exception Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

[] Applicant

[x] Applicant's Authorized Agent

Charles B. Fromm, Agent for Applicant

(type or print first name, middle initial, last name, and & title of signee)

Subscribed and sworn to before me this 12th day of February, 20 14, in the State/Comm. of Virginia, County/City of Fairfax.

Mary Beth Vincent
Notary Public

My commission expires: 3/31/17

Ref No. 299668

